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*Proposed Attorneys for Debtors
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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**NOTICE OF FILING OF FURTHER
REVISED PROPOSED FINAL ORDERS
ON FIRST DAY MOTIONS TO BE
HEARD AT MARCH 12 AND 13
OMNIBUS HEARINGS**

Date: March 12 and 13, 2019
Time: 9:30 a.m. (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 **PLEASE TAKE NOTICE** that on January 29, 2019 (the “**Petition Date**”), PG&E
2 Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and
3 debtors in possession (the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11**
4 **Cases**”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States
Code (the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Northern District
of California (San Francisco Division) (the “**Bankruptcy Court**”).

5 **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will hold hearings on
6 **March 12, 2019, at 9:30 a.m. (Pacific Time)** and **March 13, 2019, at 9:30 a.m. (Pacific Time)**
7 (the “**Omnibus Hearings**”) in the courtroom of the Honorable Dennis Montali, United States
Bankruptcy Judge, Courtroom 17, 16th Floor, 450 Golden Gate Avenue, San Francisco, California
94102. At the Omnibus Hearings, among other matters, the Debtors will seek approval of the three
8 (3) motions listed below on a final basis (the “**Motions**”), which were filed by the Debtors on the
Petition Date. The Bankruptcy Court previously approved each of the Motions on an interim basis.

9 **PLEASE TAKE FURTHER NOTICE** that, on February 19 and 25, 2019, the Debtors filed
10 proposed final orders (the “**Proposed Final Orders**”) for each of the Motions [Dkt. Nos. 491 and
11 654].

12 **PLEASE TAKE FURTHER NOTICE** that, attached hereto as Exhibits 1-3 are the
13 Debtors’ revised Proposed Final Orders granting the relief requested in each of the Motions on a
14 final basis, including redline comparisons against the interim orders previously entered by the Court
for each Motion. The Proposed Final Orders have been revised to address formal and informal
comments and objections received, as reflected in exhibits attached hereto.

15 1. **Customer Programs Motion (to be heard at March 12, 2019 Omnibus Hearing).**

16 Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(7) and Fed.
17 R. Bankr. P. 6003 and 6004 for Interim and Final Orders (I) Authorizing Debtors to
(A) Maintain and Administer Customer Programs, Including Public Purpose
18 Programs, and (B) Honor Any Prepetition Obligations Relating Thereto; and
(II) Authorizing Financial Institutions to Honor and Process Related Checks and
Transfers [Dkt No. 16]. Copies of the Proposed Final Order on the Customer
19 Programs Motion and a redline comparison against the interim order previously
entered by the Court are attached hereto as **Exhibit 1**. There have been no
20 substantive revisions to the Proposed Final Order on the Customer Programs Motion.

21 2. **Cash Management Motion (to be heard at March 13, 2019 Omnibus Hearing).**

22 Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507 and Fed. R.
Bankr. P. 6003 and 6004 for Interim and Final Authority to (I)(A) Continue Existing
23 Cash Management System, (B) Honor Certain Prepetition Obligations Related to the
Use Thereof, (C) Continue Intercompany Arrangements, (D) Continue to Honor
24 Obligations Related to Joint Infrastructure Projects, and (E) Maintain Existing Bank
Accounts and Business Forms; and (II) Waiving the Requirements of 11 U.S.C.
25 § 345(b) [Dkt No. 7]. Copies of the Proposed Final Order on the Cash Management
26 Motion and a redline comparison against the interim order previously entered by the
Court are attached hereto as **Exhibit 2**. As set forth on **Exhibit 2**, the Proposed Final
27 Order on the Cash Management Motion has been revised to include language
28 (i) addressing certain informal objections of the U.S. Trustee regarding the Debtors’

compliance with section 345(b) of the Bankruptcy Code, (ii) addressing certain informal objections of the Creditors Committee and adding language to, among other things, make clear that Intercompany Transfers among the Debtors shall be afforded administrative expense priority status under section 503(b) of the Bankruptcy Code, restricting transfers made out of the Debtors' retiree benefit trust account, and adding certain notice and reporting requirements, and (iii) addressing a ministerial clarification that the Banks are authorized to continue currency conversions.

3. **Operational Integrity Suppliers Motion (to be heard at March 13, 2019 Omnibus Hearing).** Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b)(9) and Fed. R. Bankr. P. 6003 and 6004 for Interim and Final Authority to Pay Prepetition Obligations Owed to Certain Safety and Reliability, Outage, and Nuclear Facility Suppliers [Dkt No. 12]. Copies of the Proposed Final Order on the Operational Integrity Suppliers Motion and a redline comparison against the second interim order previously entered by the Court are attached hereto as **Exhibit 3**. As set forth on **Exhibit 3**, the Proposed Final Order on the Operational Integrity Supplier Motion has been revised to include certain advanced notice requirements added at the request of the Creditors Committee.

PLEASE TAKE FURTHER NOTICE that copies of each pleading identified herein can be viewed and/or obtained: (i) by accessing the Court's website at <http://www.canb.uscourts.gov>, (ii) by contacting the Office of the Clerk of the Court at 450 Golden Gate Avenue, San Francisco, CA 94102, or (iii) from the Debtors' notice and claims agent, Prime Clerk LLC ("**Prime Clerk**"), at <https://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for U.S.-based parties; or +1 (929) 333-8977 for International parties or by e-mail at: pgeinfo@primeclerk.com. Note that a PACER password is needed to access documents on the Bankruptcy Court's website.

PLEASE TAKE FURTHER NOTICE that the Debtors reserve the right to further amend, modify, or supplement the Proposed Final Orders at any time up to and during the Omnibus Hearings.

Dated: March 8, 2019

**WEIL, GOTSHAL & MANGES LLP
KELLER & BENVENUTTI LLP**

/s/ Jane Kim

Jane Kim

Proposed Attorneys for Debtors and Debtors in Possession